



TI Clean Mobility Private Limited
CIN: U34300TN2022PTC149904
Registered Office: "Dare House",
234, N S C Bose Road, Chennai- 600 001
Tel: +91 44 42093434
E-mail: tii-secretarial@tii.murugappa.com

NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the Second Annual General Meeting of the shareholders of the Company will be held on Monday, the 3rd July 2023 at 3:00 P.M. through Video Conferencing to transact the following business.

Ordinary Business

- 1. To consider and, if thought fit, to pass with or without modification the following resolution as an ordinary resolution**

RESOLVED THAT the audited standalone financial statements for the financial year ended 31st March, 2023, together with the Board's report and the auditors' report thereon as circulated to the members and presented to the meeting, be and are hereby approved and adopted.

- 2. To consider and, if thought fit, to pass with or without modification the following resolution as an ordinary resolution**

RESOLVED THAT the audited consolidated financial statements for the financial year ended 31st March, 2023, together with the auditors' report thereon as circulated to the members and presented to the meeting, be and are hereby approved and adopted.

- 3. To consider and, if thought fit, to pass with or without modification the following resolution as an ordinary resolution**

RESOLVED THAT, Mr. Vellayan Subbiah, Director (DIN: 01138759), who retires by rotation and being eligible, offers himself for re-appointment, be and is hereby re-appointed as Director of the Company.

- 4. To consider and, if thought fit, to pass with or without modification the following resolution as an ordinary resolution**

RESOLVED that pursuant to Section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), approval be and is hereby accorded for payment to M/s. Sundaram & Srinivasan, Chartered Accountants (Firm Registration no. 004207S), Statutory Auditors of the Company, a remuneration of Rs. 8 Lakhs towards Statutory Audit of the standalone and consolidated financial statements & Internal Financial Control and Rs. 1.50 Lakhs towards Limited Review Reports for three quarters (excluding applicable GST and out-of-Pocket expenses, if any, as may be incurred by the Statutory Auditors in connection with the audit of the Company) for the financial year 2023-24 and for subsequent financial years during their term of office on such remuneration as may be determined by the Board of Directors.

By Order of the Board
For TI Clean Mobility Private Limited

S Krithika
Company Secretary

Place: Chennai
Date : 4th May 2023

NOTES:

1. Pursuant to General Circular No. 10/2022 dated 28.12.2022 issued by the Ministry of Corporate Affairs, Government of India ("MCA Circular") and in compliance with the provisions of the Companies Act, 2013 (the "Act") this AGM is being convened to be held through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM"), without the physical presence of the members at a common venue. The deemed venue for the AGM shall be the Registered Office of the Company at "Dare House", 234, NSC Bose Road, Chennai – 600 001.
2. Pursuant to the provisions of the Act, a Member entitled to attend and vote at an AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member. Since this AGM is being held pursuant to the MCA Circulars through VC/OAVM facility, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the proxy form and attendance slip are not annexed to this Notice.
3. Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
4. The link to join the meeting will be circulated to the members.
5. Pursuant to the provisions of Section 113 of the Act, body corporate Members who intend their authorised representative(s) to attend the AGM are requested to send, to the Company, a certified copy of the resolution of its board of directors or other governing body, authorizing such representative(s) to attend the AGM through VC/OAVM facility and participate thereat and cast their votes through poll. The said resolution/authorization shall be sent to the company by e-mail through its registered e-mail address to ticmpl-secretarial@tii.murugappa.com.